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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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NOTICE OF PRESENTMENT OF JOINT STIPULATION AND AGREED ORDER  
COMPROMISING AND ALLOWING PROOF OF CLAIM NUMBER 8233  
(STATE OF WISCONSIN DEPARTMENT OF REVENUE)

PLEASE TAKE NOTICE that on August 24, 2007, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), objected to proof of claim number 8233 (the "Proof of Claim") filed by the Wisconsin Department of Revenue (the "Claimant") pursuant to the Debtors' Twentieth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Duplicate And Amended Claims, (b) Insufficiently Documented Claims, (c) Claims Not Reflected On Debtors' Books And Records, (d) Untimely Claim, And (e) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, Consensually Modified And Reduced Tort Claims, And Lift Stay Procedures Claims Subject To Modification (Docket No. 9151) (the "Twentieth Omnibus Claims Objection").

PLEASE TAKE FURTHER NOTICE that the Debtors and the Claimant have agreed to settle the Twentieth Omnibus Claims Objection with respect to the Proof of Claim, and either because the claim (the "Claim") asserted in the Proof of Claim involve an ordinary course controversy or pursuant to the Amended And Restated Order Under 11 U.S.C. §§ 363, 502 And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401), the Debtors and the Claimant have (i) entered into a Settlement Agreement dated as of October 18, 2007 (the "Settlement Agreement") and (ii) executed a Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 8233 (State Of Wisconsin Department Of Revenue) (the "Joint Stipulation").

PLEASE TAKE FURTHER NOTICE that, pursuant to the Settlement Agreement and the Joint Stipulation, the Debtors and the Claimant have agreed that (a) the Claim shall be allowed in the amount of \$1,650,000.00, which shall consist of \$1,150,000.00 of prepetition

taxes and \$500,000.00 of interest accrued, which interest shall be in final and full satisfaction of any prepetition interest and any interest that would otherwise be payable on account of the Claim under the plan of reorganization or otherwise through the effective date of the plan of reorganization and (b) the Claimant's response to the Twentieth Omnibus Claims Objection with respect to the Claim shall be deemed withdrawn with prejudice.

PLEASE TAKE FURTHER NOTICE that the Joint Stipulation will be presented for consideration at the hearing scheduled for October 26, 2007 at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York.

Dated: New York, New York  
October 19, 2007

SKADDEN, ARPS, SLATE, MEAGHER &  
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